

Exhibit A

## CERTIFICATE OF REGISTRATION



OFFICIAL SEAL

This Certificate issued under the seal of the Copyright Office in accordance with title 17, United States Code, attests that registration has been made for the work identified below. The information on this certificate has been made a part of the Copyright Office records.

*Marybeth Peters*  
REGISTER OF COPYRIGHTS  
United States of America

FORM SR

For a Sound Recording  
UNITED STATES COPYRIGHT OFFICE

REF

SRu516-219



EFFECTIVE DATE OF REGISTRATION

*Nov. 25, 2003*  
Month Day Year

DO NOT WRITE ABOVE THIS LINE. IF YOU NEED MORE SPACE, USE A SEPARATE CONTINUATION SHEET.

1

TITLE OF THIS WORK ▼

TITLE: OH FOOLISH PRIDE  
ARTIST: EMINEM

(CD-R)

PREVIOUS, ALTERNATIVE, OR CONTENTS TITLES (CIRCLE ONE) ▼

2

NAME OF AUTHOR ▼

a SHADY RECORDS, INC.

DATES OF BIRTH AND DEATH  
Year Born ▼ Year Died ▼Was this contribution to the work a "work made for hire"? ☐ Yes ☐ NoAUTHOR'S NATIONALITY OR DOMICILE  
Name of CountryOR { Citizen of \_\_\_\_\_  
Domiciled in \_\_\_\_\_

WAS THIS AUTHOR'S CONTRIBUTION TO THE WORK

Anonymous? ☐ Yes ☒ No  
Pseudonymous? ☐ Yes ☒ No

NATURE OF AUTHORSHIP Briefly describe nature of material created by this author in which copyright is claimed. ▼  
WORDS, MUSIC, PERFORMANCE, RECORDING

## NOTE

Under the law, the "author" of a "work made for hire" is generally the employer, not the employee (see instructions). For any part of this work that was "made for hire," check "Yes" in the space provided, give the employer (or other person for whom the work was prepared) as "Author" of that part, and leave the space for dates of birth and death blank.

NAME OF AUTHOR ▼

DATES OF BIRTH AND DEATH  
Year Born ▼ Year Died ▼Was this contribution to the work a "work made for hire"? ☐ Yes ☐ NoAUTHOR'S NATIONALITY OR DOMICILE  
Name of CountryOR { Citizen of \_\_\_\_\_  
Domiciled in \_\_\_\_\_

WAS THIS AUTHOR'S CONTRIBUTION TO THE WORK

Anonymous? ☐ Yes ☐ No  
Pseudonymous? ☐ Yes ☐ No

NATURE OF AUTHORSHIP Briefly describe nature of material created by this author in which copyright is claimed. ▼

NAME OF AUTHOR ▼

DATES OF BIRTH AND DEATH  
Year Born ▼ Year Died ▼Was this contribution to the work a "work made for hire"? ☐ Yes ☐ NoAUTHOR'S NATIONALITY OR DOMICILE  
Name of CountryOR { Citizen of \_\_\_\_\_  
Domiciled in \_\_\_\_\_

WAS THIS AUTHOR'S CONTRIBUTION TO THE WORK

Anonymous? ☐ Yes ☐ No  
Pseudonymous? ☐ Yes ☐ No

NATURE OF AUTHORSHIP Briefly describe nature of material created by this author in which copyright is claimed. ▼

3

YEAR IN WHICH CREATION OF THIS WORK WAS COMPLETED

1989

This information must be given in all cases.

DATE AND NATION OF FIRST PUBLICATION OF THIS PARTICULAR WORK

Complete this information ONLY if this work has been published.

Month

Day

Year

Nation

4

COPYRIGHT CLAIMANT(S) Name and address must be given even if the claimant is the same as the author given in space 2. ▼

a Shady Records, Inc., c/o Interscope Records (Div. of UMG Recordings, Inc.)  
2220 Colorado Ave., Santa Monica, CA 90404

b TRANSFER If the claimant(s) named here in space 4 is (are) different from the author(s) named in space 2, give a brief statement of how the claimant(s) obtained ownership of the copyright. ▼

APPLICATION RECEIVED

NOV-25-2003

ONE DEPOSIT RECEIVED

NOV-25-2003

TWO DEPOSITS RECEIVED

FUNDS RECEIVED

MORE ON BACK ▶

• Complete all applicable spaces (numbers 5-9) on the reverse side of this page.  
• See detailed instructions.  
• Sign the form at line 6.

DO NOT WRITE HERE  
Page 1 of 2 pages

EXAMINED BY

FORM SR

CHECKED BY

CORRESPONDENCE

☒ YesFOR  
COPYRIGHT  
OFFICE  
USE  
ONLY

DO NOT WRITE ABOVE THIS LINE. IF YOU NEED MORE SPACE, USE A SEPARATE CONTINUATION SHEET.

PREVIOUS REGISTRATION Has registration for this work, or for an earlier version of this work, already been made in the Copyright Office?

☐ Yes ☒ No If your answer is "Yes," why is another registration being sought? (Check appropriate box) ▼a. ☐ This work was previously registered in unpublished form and now has been published for the first time.b. ☐ This is the first application submitted by this author as copyright claimant.c. ☐ This is a changed version of the work, as shown by space 6 on this application.

If your answer is "Yes," give: Previous Registration Number ▼

Year of Registration ▼

5

## DERIVATIVE WORK OR COMPILATION

Preexisting Material Identify any preexisting work or works that this work is based on or incorporates. ▼

a

6

See instructions  
before completing  
this space.

Material Added to This Work Give a brief, general statement of the material that has been added to this work and in which copyright is claimed. ▼

b

DEPOSIT ACCOUNT If the registration fee is to be charged to a Deposit Account established in the Copyright Office, give name and number of Account.

Name ▼

Account Number ▼

7

a UNIVERSAL MUSIC GROUP

DA024562

CORRESPONDENCE Give name and address to which correspondence about this application should be sent. Name/Address/Apt./City/State/ZIP ▼

Eric Schwartz/Smith &amp; Metalitz obo

b Universal Music Group/Copyright Administration

100 Universal City Plaza, Universal City, CA 91608

Area code and daytime telephone number 202.833.4198

Fax number 202.872.0546

Email schwartz@smimetlaw.com

CERTIFICATION\* I, the undersigned, hereby certify that I am the

Check only one ▼

☐ author☐ owner of exclusive right(s)☐ other copyright claimant☒ authorized agent of Shady Records, Inc.

Name of author or other copyright claimant, or owner of exclusive right(s) ▲

8

of the work identified in this application and that the statements made by me in this application are correct to the best of my knowledge.

Typed or printed name and date ▼ If this application gives a date of publication in space 3, do not sign and submit it before that date.

Eric J. Schwartz

Date - 11/25/03

Handwritten signature (s) ▼

X

Certificate  
will be  
mailed in  
window  
envelope  
to this  
address

Name ▼

Universal Music Group, Copyright Administration

Number/Street/Apt. ▼

100 Universal City Plaza, Building 1320W-4

City/State/ZIP ▼

Universal City, CA 91608

## YOU MUST:

- Complete all necessary spaces
- Sign your application in space 8

SIGN ALL 1 ELEMENTS  
IN THE SAME PACKAGE:

1. Application form
2. Nonrefundable filing fee in check or money order payable to Registrar of Copyrights
3. Deposit material

MAIL TO:  
Library of Congress  
Copyright Office  
101 Independence Avenue, S.E.  
Washington, D.C. 20559-6000

First two subject to change. For current fees, check the Copyright Office website at [www.copyright.gov](http://www.copyright.gov) or call (202) 707-7000.

9

\*17 U.S.C. § 506(e): Any person who knowingly makes a false representation of a material fact in the application for copyright registration provided for by section 400, or in any written statement filed in connection with the application, shall be fined not more than \$2,500.

Exhibit B

## CERTIFICATE OF REGISTRATION



OFFICIAL SEAL

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*Marybeth Peters*

REGISTER OF COPYRIGHTS  
United States of America

## FORM SR

For a Sound Recording  
UNITED STATES COPYRIGHT OFFICE

REGISTRATION NUMBER

SRu515-208



EFFECTIVE DATE OF REGISTRATION

12 11 03  
Month Day Year

DO NOT WRITE ABOVE THIS LINE IF YOU NEED MORE SPACE USE A SEPARATE CONTINUATION SHEET

1

TITLE OF THIS WORK ▼

So Many Styles

(CD R)

PREVIOUS ALTERNATIVE OR CONTENTS TITLES (CIRCLE ONE) ▼

2

NAME OF AUTHOR ▼

a Marshall Bruce Mathers III

DATES OF BIRTH AND DEATH

Year Born ▼ 1972 Year Died ▼

Was this contribution to the work a  
"work made for hire"?  
☐ Yes  
☒ No

AUTHOR'S NATIONALITY OR DOMICILE

Name of Country

OR Citizen of USA

OR Domiciled in

WAS THIS AUTHOR'S CONTRIBUTION TO  
THE WORKAnonymous? ☐ Yes ☒ NoPseudonymous? ☐ Yes ☒ No

If the answer to either  
of these questions is  
"Yes" see detailed  
instructions

NATURE OF AUTHORSHIP Briefly describe nature of material created by this author in which copyright is claimed ▼  
WORDS MUSIC PERFORMANCE RECORDING

## NOTE

Under the law the author of a work made for hire is generally the employer not the employee (see instructions). For any part of this work that was made for hire check "Yes" in the space provided give the employer (or other person for whom the work was prepared) as Author of that part and leave the space for dates of birth and death blank.

NAME OF AUTHOR ▼

b

Was this contribution to the work a  
"work made for hire"?  
☐ Yes  
☐ No

AUTHOR'S NATIONALITY OR DOMICILE

Name of Country

OR Citizen of

OR Domiciled in

DATES OF BIRTH AND DEATH

Year Born ▼ Year Died ▼

WAS THIS AUTHOR'S CONTRIBUTION TO  
THE WORKAnonymous? ☐ Yes ☐ NoPseudonymous? ☐ Yes ☐ No

If the answer to either  
of these questions is  
"Yes" see detailed  
instructions

NATURE OF AUTHORSHIP Briefly describe nature of material created by this author in which copyright is claimed ▼

NAME OF AUTHOR ▼

c

Was this contribution to the work a  
"work made for hire"?  
☐ Yes  
☐ No

AUTHOR'S NATIONALITY OR DOMICILE

Name of Country

OR Citizen of

OR Domiciled in

DATES OF BIRTH AND DEATH

Year Born ▼ Year Died ▼

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THE WORKAnonymous? ☐ Yes ☐ NoPseudonymous? ☐ Yes ☐ No

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3

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a 1989

This information  
must be given  
in all cases

DATE AND NATION OF FIRST PUBLICATION OF THIS PARTICULAR WORK

b Complete this information  
ONLY if this work  
has been published

Month Day Year Nation

4

COPYRIGHT CLAIMANT(S) Name and address must be given even if the claimant is the same as the author given in space 2 ▼

a Shady Records Inc c/o Interscope Records (Div of UMG Recordings Inc)  
2220 Colorado Ave Santa Monica CA 90404

TRANSFER If the claimant(s) named here in space 4 is (are) different from the author(s) named in space 2, give a brief statement of how the claimant(s) obtained ownership of the copyright ▼

b By assignment

APPLICATION RECEIVED

12-11-03

ONE DEPOSIT RECEIVED

12-11-03

TWO DEPOSITS RECEIVED

FUNDS RECEIVED

MORE ON BACK ▶

Complete all applicable spaces (numbers 5-9) on the reverse side of this page  
See detailed instructions Sign the form at line 8

DO NOT WRITE HERE

Page 1 of 2 pages

EXAMINED BY

FORM SR

CHECKED BY

CORRESPONDENCE

☐ Yes

 FOR  
COPYRIGHT  
OFFICE  
USE  
ONLY

DO NOT WRITE ABOVE THIS LINE IF YOU NEED MORE SPACE USE A SEPARATE CONTINUATION SHEET

PREVIOUS REGISTRATION Has registration for this work or for an earlier version of this work, already been made in the Copyright Office?

☐ Yes ☒ No If your answer is Yes why is another registration being sought? (Check appropriate box) ▼

 a ☐ This work was previously registered in unpublished form and now has been published for the first time

 b ☐ This is the first application submitted by this author as copyright claimant

 c ☐ This is a changed version of the work, as shown by space 6 on this application

If your answer is Yes give Previous Registration Number ▼

Year of Registration ▼

5

DERIVATIVE WORK OR COMPILATION

Preexisting Material Identify any preexisting work or works that this work is based on or incorporates ▼

a

6

See instructions  
before completing  
this space

Material Added to This Work Give a brief general statement of the material that has been added to this work and in which copyright is claimed ▼

b

DEPOSIT ACCOUNT If the registration fee is to be charged to a Deposit Account established in the Copyright Office give name and number of Account

Name ▼

Account Number ▼

a UNIVERSAL MUSIC GROUP

DA024562

7

CORRESPONDENCE Give name and address to which correspondence about this application should be sent Name/Address/Apt/City/State/ZIP ▼

Eric Schwartz/Smith &amp; Metalitz obo

 b Universal Music Group/Copyright Administration  
100 Universal City Plaza Universal City CA 91608

Area code and daytime telephone number 202 833 4198

Fax number 202 872 0546

Email schwartz@smimetlaw.com

CERTIFICATION\* I, the undersigned, hereby certify that I am the

Check only one ▼

☐ I author

☐ owner of exclusive right(s)

☐ I am other copyright claimant

☒ I am authorized agent of Author (Mathers) and Claimant (Shady Records)

Name of author or other copyright claimant, or owner of exclusive right(s) ▲

of the work identified in this application and that the statements made by me in this application are correct to the best of my knowledge

Typed or printed name and date ▼ If this application gives a date of publication in space 3 do not sign and submit it before that date

Eric J Schwartz

Date 12/11/03

Handwritten signature of

X

8

Certificate  
will be  
mailed in  
window  
envelope  
to this  
address

Name ▼

Universal Music Group Copyright Administration

Number/Street/Apt ▼

100 Universal City Plaza Building 1320W 4

City/State/ZIP ▼

Universal City CA 91608

Complete all necessary spaces  
Sign your application in space 8
 1 Application form  
2 Nonrefundable filing fee in check or money  
order payable to Register of Copyrights  
3 Deposit material

 Library of Congress  
Copyright Office  
101 Independence Avenue S.E.  
Washington D.C. 20559-0000

 Fees are subject to  
change. For current  
fees check the  
Copyright Office  
website at  
www.copyright.gov  
or call the Copyright  
Office or your  
local law firm.

9

17 U.S.C. § 506(a) Any person who knowingly makes a false representation of a material fact in the application for copyright registration provided for by section 409 or in any written statement filed in connection with the application shall be fined not more than \$2,500.

Exhibit C

## CERTIFICATE OF REGISTRATION



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*Marybeth Peters*

REGISTER OF COPYRIGHTS  
United States of America

## FORM CA

For Supplementary Registration  
UNITED STATES COPYRIGHT OFFICE

RE SRU515-209



TX	TXU	PA	PAU	VA	VAU	SR	<input checked="" type="checkbox"/> SRU	RE
----	-----	----	-----	----	-----	----	---	----

EFFECTIVE DATE OF SUPPLEMENTARY REGISTRATION

12 11 03  
Month Day Year

DO NOT WRITE ABOVE THIS LINE IF YOU NEED MORE SPACE USE A SEPARATE CONTINUATION SHEET

Title of Work ▼

Oh Foolish Pnde

Registration Number of the Basic Registration ▼

SRU516-219

Year of Basic Registration ▼

2003

Name(s) of Author(s) ▼

Shady Records Inc

Name(s) of Copyright Claimant(s) ▼

Shady Records Inc c/o Interscope Records  
(Div of UMG Recordings Inc)

Location and Nature of Incorrect Information in Basic Registration ▼

Line Number 2a Line Heading or Description Name of Author

Incorrect Information as It Appears in Basic Registration ▼

Shady Records Inc (Yes work for hire)

Corrected Information ▼

Marshall Bruce Mathers III (No re work for hire Citizen of USA 1972 re year born)

Explanation of Correction ▼

Work created by (co)author Mathers (not work for hire) transferred by assignment to Shady Records Inc

Location and Nature of Information in Basic Registration to be Amplified ▼

Line Number 2b Line Heading or Description Name of Author

Amplified Information and Explanation of Information ▼

Add Michael Joseph Ruby on line 2b (Name of co-Author)

No work for hire

Citizen of USA

No re Anonymous or Pseudonymous

Words music performance recordings re Nature of Authorship

MORE ON BACK ►

Complete all applicable spaces (D-G) on the reverse side of this page  
See detailed instructions Sign the form at Space F

DO NOT WRITE HERE  
Page 1 of 2 pages



FORM CA RECEIVED

FORM CA

12-11-03

FUNDS RECEIVED DATE

EXAMINED BY

CORRESPONDENCE ☐REFERENCE TO THIS REGISTRATION ADDED TO  
BASIC REGISTRATION ☒ YES ☐ NOFOR  
COPYRIGHT  
OFFICE  
USE  
ONLY

DO NOT WRITE ABOVE THIS LINE IF YOU NEED MORE SPACE USE A SEPARATE CONTINUATION SHEET

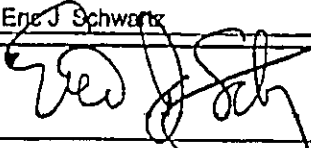
Continuation of ☒ Part B or ☐ Part C

Line 4b Add By assignment in Transfer line

Correspondence Give name and address to which correspondence about this application should be sent

Eric Schwartz/Smith & Metalitz obo  
Universal Music Group/Copynght Administration  
100 Universal City Plaza Universal City CA 91608Phone (202) 833-4198 Fax (202) 872-0546 Email [schwartz@smimellaw.com](mailto:schwartz@smimellaw.com)Deposit Account If the registration fee is to be charged to a Deposit Account established in the Copyright Office give name and number of Account  
Name Universal Music GroupAccount Number DA024562

Certification\* I the undersigned hereby certify that I am the (Check only one)

☐ author ☐ owner of exclusive right(s)  
☐ other copyright claimant ☒ duly authorized agent of Author (Mathers) and Claimant (Shady Records)Name of author or other copyright claimant or owner of exclusive right(s) ▲  
of the work identified in this application and that the statements made by me in this application are correct to the best of my knowledgeTyped or printed name ▼ Eric J SchwartzDate ▼ 12/11/03Handwritten signature (X) Certificate  
will be  
mailed in  
window  
envelope  
to this  
address

Name ▼

Eric J Schwartz/Smith & Metalitz-LLP

Number/Street/Apt ▼

1747 Pennsylvania Avenue NW Suite 825

City/State/ZIP ▼

Washington DC 20006Instructions  
Complete all necessary pages  
Sign your application in Space P1 Application form  
2 Nonrefundable filing fee in check or  
money order payable to Registrar of  
CopyrightsLibrary of Congress  
Copyright Office  
101 Independence Ave S E  
Wing 100 DC 20540-6000Fees are subject to  
change. For current  
fees, consult the  
Copyright Office  
website at  
[www.copyright.gov](http://www.copyright.gov)  
or write the Copyright  
Office or call  
(202) 707-9000

17 U.S.C. § 506(e) Any person who knowingly makes a false representation of a material fact in the application for copyright registration provided for by section 409 or in any written statement filed in connection with the application shall be fined not more than \$2,000



**EDITORIALS**

**Racial Eminem Track**

**World Unveiling Of Never-Before-Heard Eminem Track...**

Click Here For Audio & Video  
See Benzino's EXCLUSIVE New Video Die Another Day

Click Here For Lyrics  
Click Here For Content Transcription

**DAILY DOSE**

**Outkast Makes Billboard Chart History**  
Arista recording group Outkast made history this week as their group's...  
12.10.03

**Petey Pablo Readies Sophomore Release**  
North Carolina MC Petey Pablo will be dropping his sophomore album Still...  
11.01.03

**MESSAGE BOARD**

**JOIN THE SOURCE COMMUNITY**  
Join The Source community. discuss hot topics and voice your opinions on

**STORE**

**T-SHIRTS, VIDEOS, AND MORE...**

**FEATURED**

**THE SOURCE CONTEST**  
ENTER TO WIN  
Prize money & a super fly Sharp 1000 Transcendence home theater.

**2K**

**THE SOURCE**

**THE LATEST VIDEOS**

**BENZINO (Exclusive)**  
**EMINEM (audio)**

**THE SOURCE**

**ENTER INTRO (November)**

**THE LATEST VIDEOS**

**BENZINO (Exclusive)**  
**EMINEM (audio)**

**Video Player**

**PRESS RELEASES**

**World Unveiling Of Never-Before-Heard Eminem Track...**

**EMINEM Was 21 Years Old At Time Of Recording; Not 16 As He Claimed In A Statement...**

**UNSIGNED HYPE**

**EDITORIALS**

**MINISTER BENJAMIN MUHAMMAD: Political forces people! Real people. Look at the latest election. The country is goin' to the right. To the far right. And while we fought the Lieberman bill back last year this was the bill that was gonna censor hip-hop because**

Exclusive

Page 1 of 1

# **S EDITORIALS**

**EXCLUSIVE!!**

**World Unveiling Of  
Never-Before-Heard Eminem Track...**

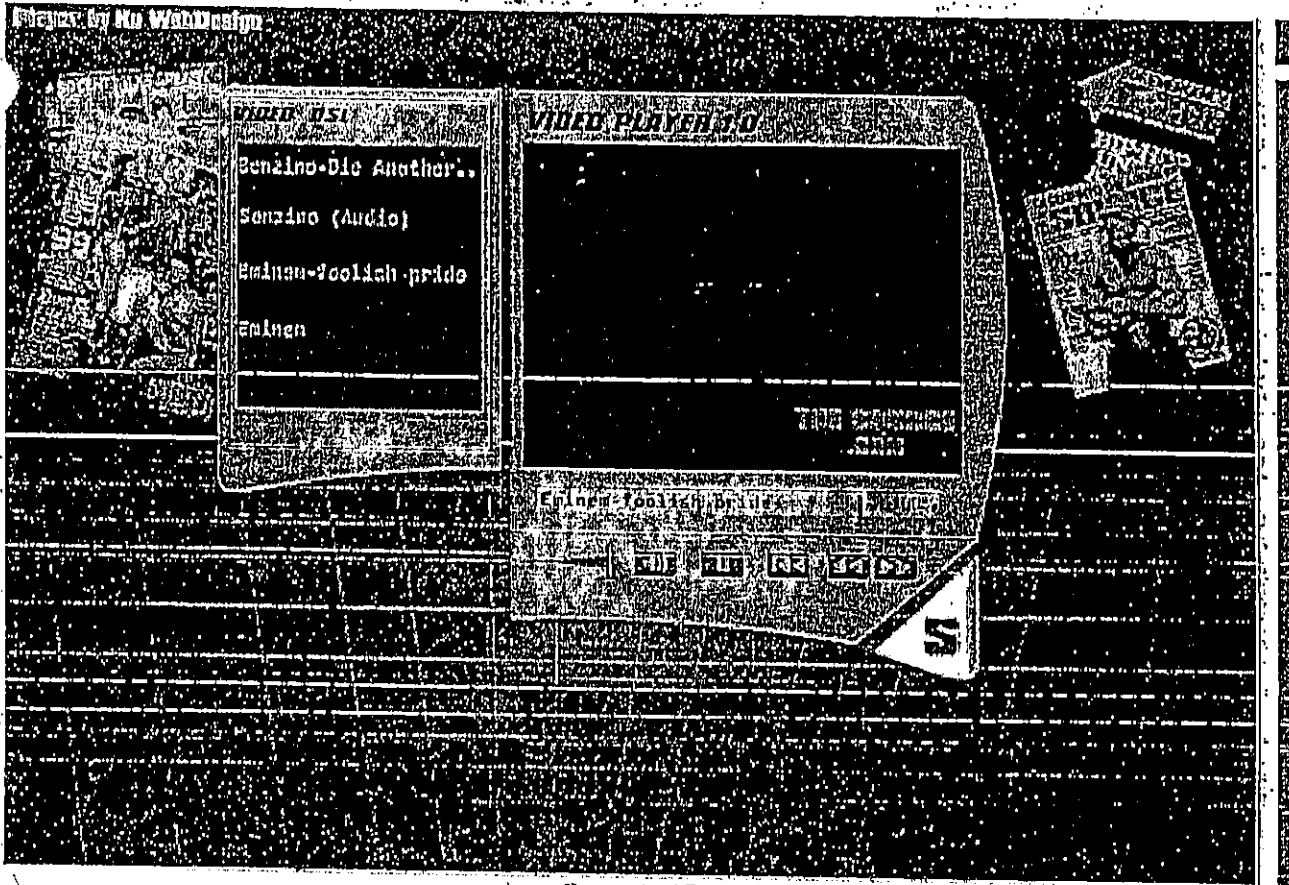
**The Source Magazine owners  
Ray Benzino and  
Dave Mays held a press conference  
Tuesday Nov 18 to play a recording  
of the MC delivering racial slurs.**

The Source has verified the authenticity of the tape.  
The tape contains Eminem's voice,  
reciting racial slurs targeted against Black women --  
and it proves Benzino right after a year of being vilified  
by the media for bringing such  
questions surrounding  
Eminem to the fore.

[Click Here](#)  
For  
Lyrics

[Click Here](#)  
For  
Audio

[Click Here](#)  
For Conference  
Transcript



14

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

SHADY RECORDS, INC.,

Plaintiff,

v.

SOURCE ENTERPRISES, INC., DAVID MAYS,  
RAYMOND SCOTT p/k/a RAY BENZINO, and  
BLACK ENTERPRISE/GREENWICH STREET  
CORPORATE GROWTH MANAGEMENT LLC,

Defendants.

CASE NO. 03 CV 9944 (GEL)

PLAINTIFF'S INITIAL  
DISCLOSURES  
PURSUANT TO RULE 26(a)(1)

086717-6

SERVED BY MAIL/

SUBMITTED/FILED

RECEIVED BY HAND 1/15

POST MARKED

1/15/2004

ENTERED

BY: [Signature]

PLAINTIFF'S INITIAL DISCLOSURES

Pursuant to Federal Rule of Civil Procedure 26(a)(1), Plaintiff Shady

Records, Inc. ("Plaintiff" or "Shady Records"), by its attorneys Fischbein•Badillo•

Wagner•Harding, makes the following initial disclosures:

(A) Provide to the other parties the name and, if known, the address and telephone number of each individual believed by it to have discoverable, non-privileged personal knowledge concerning any significant factual issue specifically raised in the pleadings or identified by the parties in their report to the court under Fed. R. Civ. P. 26(f), appropriately indicating the subjects about which the person has such knowledge.

David Mays  
215 Park Avenue South  
New York, New York 10003

Chief Executive Officer of Defendant  
Source Enterprises, Inc. ("SEI")  
Has information regarding (a) *The  
Basement Tapes* and Defendant Source  
Enterprises, Inc.'s purchase and publication  
of same; (b) the corporate structure and  
control of SEI.

Raymond Scott p/k/a Ray Benzino  
215 Park Avenue South  
New York, New York 10003

Owner of Defendant Source Enterprises,  
Inc.  
Has information regarding (a) *The*



Kim Osorio  
The Source Magazine  
215 Park Avenue South  
New York, New York 10003

Fahiym (Joshua) Ratcliffe  
The Source Magazine  
215 Park Avenue South  
New York, New York 10003

Ronald or Robert Bolos

Tracii McGregor  
The Source Magazine  
215 Park Avenue South  
New York, New York 10003

John Doe No. 1

John Doe No. 2

John Doe No. 3

*Basement Tapes* and Defendant Source Enterprises, Inc.'s purchase and publication of same; and (b) the corporate structure and control of SEI..

Editor in Chief of The Source Magazine  
Has information regarding the public performance by Defendants of the compositions at issue herein.

Culture Editor for The Source Magazine  
Has information regarding Defendant Source Enterprises, Inc.'s purchase of *The Basement Tapes*.

Individual who sold and assigned all alleged interests in *The Basement Tapes* to the Source Defendants  
Has information regarding the rights in and to *The Basement Tapes*.

Vice President of Content  
May have information regarding the alleged 800,000 unauthorized CDs the Source Defendants planned on releasing in their February 2004 issue.

All persons present at the recording of the musical works referred to as *The Basement Tapes*.  
May have information regarding the recordings at issue in the instant litigation.

All persons who composed any portions of the musical works contained on *The Basement Tapes*.  
May have information regarding the composition and/or recordings at issue in the instant litigation.

All persons who contributed to the performances of the musical works contained on *The Basement Tapes*.  
May have information regarding the recordings at issue in the instant litigation.



John Doe No. 4 – 100

All persons or entities who made changes, modifications and/or alterations to the website [www.thesource.com](http://www.thesource.com).

Black Enterprise/Greenwich Street Growth Management LLC  
850 Third Avenue  
New York, New York 10022

Defendant and Investor potentially with ability to control or direct the affairs of Defendant Source Enterprises, Inc. Has information regarding the alleged infringement by the Source Defendants and related decisions relating the subject compositions and recordings.

Marshall B. Mathers, III p/k/a Eminem

Co-author of the subject copyrighted recordings and compositions. Has information regarding the subject compositions and recordings.

Michael Ruby p/k/a Mannix

Co-author of the subject copyrighted recordings and compositions. Has information regarding the subject compositions and recordings.

Paul Rosenberg  
Shady Records, Inc.  
151 Lafayette Street, 6<sup>th</sup> Floor  
New York, New York 10013

Vice-President & General Manager  
Has information regarding the assignment of intellectual property rights in and to the subject recordings and compositions as well as information regarding the federally registered copyrights at issue herein.

Gregory Wier  
16250 Northland Drive, Suite 370  
Southfield, MI 48075

Agent of Plaintiff Shady Records, Inc.  
Has information regarding assignment of rights from the co-authors to Plaintiff Shady Records, Inc.

Donald David, Esq.  
Fischbein Badillo Wagner Harding  
909 Third Avenue  
New York, New York 10022

Attorney for Plaintiff  
May have information regarding calculation of damages in connection with Defendants infringing conduct.

Brian Bloom, Esq.  
Fischbein Badillo Wagner Harding  
909 Third Avenue  
New York, New York 10022

Attorney for Plaintiff  
May have information regarding the  
unauthorized publication of the subject  
compositions and recordings by the Source  
Defendants.

Howard Hertz  
Hertz Schram & Saretsky P.C.  
1760 South Telegraph Road, Suite 300  
Bloomfield Hills, MI 48302-0183

Attorney for Plaintiff Shady Records, Inc.  
Has information regarding the assignment  
of intellectual property rights from the co-  
authors to Plaintiff.

Eric Schwartz  
Smith & Metalitz LLP  
1747 Pennsylvania Avenue, NW  
Suite 825  
Washington, DC 20006-4637

Plaintiff's Copyright Attorney  
Has information regarding the registration  
of the copyrights at issue in this litigation.

Plaintiff's response to subdivision (A) will be supplemented as needed and as required.

(B) Make available to other parties for inspection and copying, as under Fed. R. Civ. P. 34, all documents, data compilations, and tangible things in its possession, custody, or control that may be used by it (other than solely for impeachment purposes) to support its contentions with respect to any significant factual issue in the case.

Plaintiff Shady Records will disclose documents responsive to this obligation under separate cover forthwith.

(C) Provide to other parties a computation of any category of damages claimed by it, making available for inspection and copying, as under Fed. R. Civ. P. 34, the documents or other evidentiary materials, not privileged or protected from disclosure, on which such computation is based, including materials bearing on the nature and extent of injuries suffered.

Plaintiff Shady Records will disclose documents responsive to this obligation under separate cover forthwith.

As more fully outlined in the Complaint filed herein, the damages to Plaintiff are difficult to calculate absent an analysis of documents to be provided by Defendants.

However, preliminarily, they are as follows:

- Pursuant to 17 U.S.C. § 504(b), actual damages suffered by Plaintiff as a result of the infringement by Defendants, in an amount in excess of \$75,000, plus interest from the date of infringement;
- Pursuant to 17 U.S.C. § 504(b), profits of Defendants that are attributable to the infringement, in an amount in excess of the statutory damages allowed under 17 U.S.C. § 504(c). Upon information and belief, Defendants are in exclusive control of this information. Therefore, Plaintiff is presently unable to determine this amount of damages;
- In the alternative to damages pursuant to 17 U.S.C. § 504(b), Plaintiff reserves the right to assert statutory damages, pursuant to 17 U.S.C. § 504(c). Plaintiff seeks \$150,000 per infringement as statutory damages because Defendants' infringements were willful;
- In addition, because Defendants' infringement has been and continues to be willful and was done to harm the Plaintiff and/or was done to profit Defendants, Plaintiff seeks punitive damages in excess of \$10,000,000;
- Pursuant to 17 U.S.C. § 505, the costs of this suit. As this item of damages continues to increase, this amount cannot be determined at this time. Plaintiff estimates that this amount will be in excess of \$25,000;
- Pursuant to 17 U.S.C. § 505, reasonable attorney's fees incurred by Plaintiff in this action. As this item of damages continues to increase, this amount cannot be determined at this time. Plaintiff has incurred more than \$200,000.00 in attorney fees to date and estimates that total attorney's fees will be in excess of \$500,000.00, based upon the current billing history in this case; and
- Pursuant to 17 U.S.C. § 503, the plaintiff will seek either the impounding or destruction of all copies, phonorecords, masters, tapes, compact discs, or other articles that were made or used in violation of Plaintiff's exclusive copyrights.

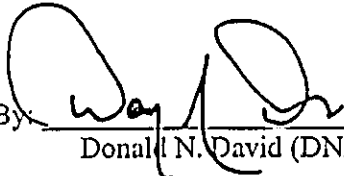
(D) Provide to other parties for inspection and copying, as under Fed. R. Civ. P. 34, and insurance agreement under which any person carrying on an insurance business may be liable to satisfy part or all of a judgment which may be entered in the action or to indemnify or reimburse for payments made to satisfy the judgment.

There are no documents responsive to this demand. Plaintiff does not have an insurance agreement relating to this claim.

Dated: January 15, 2004  
New York, New York

Respectfully submitted,

FISCHBEIN•BADILLO•WAGNER•HARDING

By   
Donald N. David (DND 5222)

*Attorneys for Plaintiff  
Shady Records, Inc.*

909 Third Avenue  
New York, New York 10022  
(212) 826-2000

TO: Tamara Carmichael, Esq.  
Holland & Knight LLP  
*Attorneys for Defendants Source Enterprises, Inc.,  
David Mays, and Raymond Scott p/k/a Ray Benzino*  
195 Broadway, 24<sup>th</sup> Floor  
New York, New York 10007-3189

Kenneth A. Plevan, Esq.  
Skadden Arps Slate Mcagher & Flom LLP  
*Attorneys for Defendant Black Enterprises/Greenwich Street  
Corporate Growth Management LLC*  
Four Times Square  
New York, New York 10036



10/10/04

5

EXHIBIT OMITTED PURSUANT TO STIPULATION OF  
CONFIDENTIALITY AND PROTECTIVE ORDER

10/1/04  
10/1/04

6



EXHIBIT OMITTED PURSUANT TO STIPULATION OF  
CONFIDENTIALITY AND PROTECTIVE ORDER

7

Issued by the  
**UNITED STATES DISTRICT COURT**  
**EASTERN DISTRICT OF MICHIGAN**

SHADY RECORDS, INC.,

Plaintiff,

v.

**SUBPOENA IN A CIVIL CASE**CASE NUMBER: <sup>1</sup> 03 CV 9944 (GEL)

Pending in the Southern District of New York

SOURCE ENTERPRISES, INC., DAVID MAYS,  
 RAYMOND SCOTT p/k/a RAY BENZINO and BLACK  
 ENTERPRISE/GREENWICH STREET CORPORATE  
 GROWTH MANAGEMENT LLC,

Defendants.

Gregory Weir

TO: 16250 Northland Drive, Suite 370  
 Southfield, MI 48075

☐ YOU ARE COMMANDED to appear in the United States District Court at the place, date, and time specified below to testify in the above case.

PLACE OF TESTIMONY

COURTROOM

DATE AND TIME

☒ YOU ARE COMMANDED to appear at the place, date, and time specified below to testify at the taking of a deposition in the above cases.

PLACE OF DEPOSITION

Miller, Canfield, Paddock and Stone, P.L.C.  
 150 West Jefferson, Suite 2500  
 Detroit, Michigan 48226-4415

DATE AND TIME

February 12, 10:00 a.m.

☒ YOU ARE COMMANDED to produce and permit inspection and copying of the following documents or objects at the place, date, and time specified below (list documents or objects): See attached Schedule A.

PLACE

DATE AND TIME

☐ YOU ARE COMMANDED TO permit inspection of the following premises at the date and time specified below.

PREMISES

DATE AND TIME

Any organization not a party to this suit that is subpoenaed for the taking of a deposition shall designate one or more officers, directors, or managing agents, or other persons who consent to testify on its behalf, and may set forth, for each person designated, the matters on which the person will testify. Federal Rules of Civil Procedure, 30(b)(6).

ISSUING OFFICER'S SIGNATURE AND TITLE (INDICATE IF ATTORNEY FOR PLAINTIFF OR DEFENDANT)

DATE

January 29, 2004

ISSUING OFFICER'S NAME, ADDRESS AND PHONE NUMBER

Deborah L. Ander, Esq., Thelon Reid & Priest LLP, 875 Third Avenue, New York, NY 10022, (212) 603-2000

(See Rule 45, Federal Rules of Civil Procedure, Parts C &amp; D on Reverse)

<sup>1</sup> If action is pending in district other than district of issuance, state district under case number.

## PROOF OF SERVICE

DATE

PLACE

SERVED

SERVED ON (PRINT NAME)

MANNER OF SERVICE

SERVED BY (PRINT NAME)

TITLE

## DECLARATION OF SERVER

I declare under penalty of perjury under the laws of the United States of America that the foregoing information contained in the Proof of Service is true and correct.

Executed on

DATE

SIGNATURE OF SERVER

ADDRESS OF SERVER

### Rule 45, Federal Rules of Civil Procedure, parts C & D:

#### (c). PROTECTION OF PERSONS SUBJECT TO SUBPOENAS.

(1) A party or an attorney responsible for the issuance and service of a subpoena shall take reasonable steps to avoid imposing undue burden or expense on a person subject to that subpoena. The court on behalf of which the subpoena was issued shall enforce this duty and impose upon the party or attorney in breach of this duty an appropriate sanction which may include, but is not limited to, lost earnings and reasonable attorney's fee.

(2) (A) A person commanded to produce and permit inspection and copying of designated books, papers, documents or tangible things, or inspection of premises need not appear in person at the place of production or inspection unless commanded to appear for deposition, hearing or trial.

(B) Subject to paragraph (d)(2) of this rule, a person commanded to produce and permit inspection and copying may, within 14 days after service of subpoena or before the time specified for compliance if such time is less than 14 days after service, serve upon the party or attorney designated in the subpoena written objection to inspection or copying of any or all of the designated materials or of the premises. If objection is made, the party serving the subpoena shall not be entitled to inspect and copy materials or inspect the premises except pursuant to an order of the court by which the subpoena was issued. If objection has been made, the party serving the subpoena may, upon notice to the person commanded to produce, move at any time for an order to compel the production. Such an order to compel production shall protect any person who is not a party or an officer of a party from significant expense resulting from the inspection and copying commanded.

(3) (A) On timely motion, the court by which a subpoena was issued shall quash or modify the subpoena if it

(i) fails to allow reasonable time for compliance,

(ii) requires a person who is not a party or an officer of a party to travel to a place more than 100 miles from the place where that person resides, is employed or regularly transacts business in person, except that, subject to the provisions of clause (c)(3)(B)(iii) of this rule, such a person may in order to attend trial be commanded to travel from any such place within the state in which the trial is held, or

(iii) requires disclosure of privileged or other protected matter and no exception or waiver applies, or

(iv) subject a person to undue burden.

(B) If a subpoena

(i) requires disclosure of a trade secret or other confidential research, development, or commercial information, or

(ii) requires disclosure of an unretained expert's opinion or information not describing specific events or occurrences in dispute and resulting from the expert's study made not at the request of any party, or

(iii) requires a person who is not a party or an officer of a party to incur substantial expense to travel more than 100 miles to attend trial, the court may, to protect a person subject to or affected by the subpoena, quash or modify the subpoena, or, if the party in whose behalf the subpoena is issued shows a substantial need for the testimony or material that cannot be otherwise met without undue hardship and assures that the person to whom the subpoena is addressed will be reasonably compensated, the court may order appearance or production only upon specified conditions.

#### (d) DUTIES IN RESPONDING TO SUBPOENA.

(1) A person responding to a subpoena to produce documents shall produce them as they are kept in the usual course of business or shall organize and label them to correspond with the categories in the demand.

(2) When information subject to a subpoena is withheld on a claim that it is privileged or subject to protection as trial preparation materials, the claim shall be made expressly and shall be supported by a description of the nature of the documents, communications, or things not produced that is sufficient to enable the demanding party to contest the claim.

SCHEDULE A

DEFINITIONS

The definitions and rules of construction for this notice are provided in Civil Rule 26.3(c) of the Local Rules for United States District Court for the Southern District of New York and pursuant to that rule are hereby incorporated by reference. In addition, pursuant to Local Civil Rule 26.3(a)(1), The Source Defendants hereby provide the following Specific Definitions:

- A. "You" or "Your" refers to Gregory Wier.
- B. "Plaintiff" refers to Shady Records, Inc. and each of its predecessors, successors, parents, divisions, subsidiaries, affiliates, offices, officers, directors, employees, representatives, independent contractors, attorneys and agents.
- C. "Source" refers to Source Enterprises, Inc. and each of its predecessors, successors, parents, divisions, subsidiaries, affiliates, offices, officers, directors, employees, representatives, independent contractors, attorneys and agents.
- D. "Mays" refers to David Mays.
- E. "Benzino" refers to Raymond Scott, p/k/a Ray Benzino.
- F. "The Source Defendants" refers collectively to Source, Mays and Benzino, as defined herein.
- G. "Complaint" refers to the Complaint dated December 15, filed in this action by Plaintiff.
- H. "Eminem" refers to Marshall B. Mathers, III, p/k/a Eminem.
- I. "Basement Tapes" refers to the musical recordings, created, authored or written, in part, by Eminem, in or about 1989, in the basement of a home in Detroit, Michigan. The Basement Tapes contain, without limitation, at least two compositions which have since been entitled "Oh Foolish Pride" and "So Many Styles."

REQUESTS

Request No. 1

All documents relating to your involvement in, control over, or contact with Plaintiff.

Request No. 2

All documents relating to or evidencing the circumstances surrounding your role in the formation, incorporation, or business affairs of Plaintiff.

Request No. 3

All documents relating to or evidencing your or Plaintiff's intended or past use of The Basement Tapes.

Request No. 4

All documents relating to or evidencing your knowledge of the identity and/or contact information for any person who may have knowledge or information about Plaintiff's contentions and allegations in this case.

Request No. 5

All documents relating to and evidencing the assignment and/or transfer of any right(s), as well as the validity of such rights, in and to the Basement Tapes between you, Plaintiff and/or any other person, or between any third-parties.

Request No. 6

All documents relating to or evidencing any person who is the composer, recorder, author, creator, lyricist, producer, maker or owner of the Basement Tapes and who does or might have any rights in and to the Basement Tapes.

Request No. 7

All documents relating to or evidencing communications regarding the composition, recording, production, publication, or editing of the Basement Tapes, or any part thereof, including, but not limited to, information regarding persons present at the time of creation, authorship, production, recording, composition, publication, editing or performance of any part of the musical compilations contained on the Basement Tapes; and persons involved, at any stage, in whole or in part, in the creation, authorship, production, performance or publication of any portion or part of the Basement Tapes.

Request No. 8

All documents relating to or evidencing the reproduction, distribution, manufacture or performance of any portion of the Basement Tapes, whether public or private.

Request No. 9

All documents relating to or evidencing any claim of ownership of the copyright in and to the Basement Tapes as well as any assignment of the copyright.

Request No. 10

All documents relating to or evidencing communications regarding the copyright in and to the Basement Tapes.

Request No. 11

All documents relating to or evidencing your or Plaintiff's communications regarding The Source Defendants' right to make, use, sell, give, or offer the Basement Tapes, or any portion thereof.

Request No. 12

All documents relating to or evidencing the facts and circumstances surrounding authorship, creation, production, promotion, disclosure, distribution, exploitation, release, circulation, and performance, whether public or private, of the Basement Tapes or any portion thereof.

Request No. 13

All documents relating to or evidencing the identities of all persons involved, in any way, in the authorship, creation, production, promotion, disclosure, distribution, exploitation, release, circulation, and performance, whether public or private, of the Basement Tapes or any portion thereof.

Request No. 14

All documents relating to or evidencing your knowledge of the allegations in and factual basis for Plaintiff's Complaint.

Request No. 15

All documents relating to or evidencing your knowledge of the factual and legal basis that supports Plaintiff's arguments regarding fair use in this case.

Request No. 16

All documents relating to or evidencing any damage suffered by Plaintiff or benefit gained by any of the defendants or any third party.



COURT UNITED STATES DISTRICT COURT  
EASTERN DISTRICT OF MICHIGAN

COUNTY OF

SHADY RECORDS,

SOURCE ENTERPRISES, INC., ET AL

Plaintiff(s)

Defendant(s)

Index No. 03 CV 9944 (GEL)

AFFIDAVIT OF  
SERVICE OF SUBPOENAIN A CIVIL CASE, SCHEDULE A,  
REQUESTSMICHIGAN  
STATE OF NEW YORK, COUNTY OFParty herein, is over 18 years of age and resides at  
that on 2/5/04

at

12154 PM., at 16250 NORTHLAND DRIVE, STE. 370, SOUTHFIELD, MI

Deponent served the within subpoena on  
IN A CIVIL CASE, SCHEDULE A,  
REQUESTS

GREGORY WEIR

witness therein named,

by delivering a true copy to said witness personally; deponent knew the person so served to be the witness described in said subpoena.

1. ☒ INDIVIDUAL

CORPORATION a corporation, by delivering thereat a true copy to

2. ☐ personally, deponent knew said corporation so served to be the corporation witness and knew said individual to be thereof.

TABLING TO PERSON by delivering thereat a true copy to a person of suitable age

3. ☐ and discretion. Said premises is witness'—actual place of business—dwelling place—usual place of abode—within the state.

BY MAIL TO DOOR, ETC. by affixing a true copy to the door of said premises, which is witness'—actual place of business—dwelling place—usual place of abode—within the state. Deponent was unable, with due diligence to find witness or a person of suitable age and discretion

4. ☐ thereat, having called there

MAILING TO RESIDENCE  
USE WITH 3 OR 4  
5A. ☐ Within 20 days of such delivery or affixing, deponent enclosed a copy of same in a postpaid envelope properly addressed to witness at witness' last known residence, at said envelope in an official depository under the exclusive care and custody of the U.S. Postal Service within New York State.

MAILING TO BUSINESS  
USE WITH 3 OR 4  
5B. ☐ Within 20 days of such delivery or affixing, deponent enclosed a copy of same in a first class postpaid envelope properly addressed to witness at witness' actual place of business, at in an official depository under the exclusive care and custody of the U.S. Postal Service within New York State. The envelope bore the legend "Personal and Confidential" and did not indicate on the outside thereof, by return address or otherwise, that the communication was from an attorney or concerned an action against the witness.

DESCRIPTION  
USE WITH  
1, 2, OR 3  
☒

<input checked="" type="checkbox"/> Male	<input checked="" type="checkbox"/> White Skin	<input type="checkbox"/> Black Hair	<input type="checkbox"/> White Hair	<input type="checkbox"/> 14-20 Yrs.	<input type="checkbox"/> Under 5'	<input type="checkbox"/> Under 100 Lbs.
<input type="checkbox"/> Female	<input type="checkbox"/> Black Skin	<input checked="" type="checkbox"/> Brown Hair	<input type="checkbox"/> Balding	<input checked="" type="checkbox"/> 21-35 Yrs.	<input type="checkbox"/> 5'0"-5'3"	<input type="checkbox"/> 100-130 Lbs.
	<input type="checkbox"/> Yellow Skin	<input type="checkbox"/> Blonde Hair	<input type="checkbox"/> Mustache	<input type="checkbox"/> 36-50 Yrs.	<input checked="" type="checkbox"/> 5'4"-5'8"	<input type="checkbox"/> 131-160 Lbs.
	<input type="checkbox"/> Brown Skin	<input type="checkbox"/> Gray Hair	<input type="checkbox"/> Beard	<input type="checkbox"/> 51-65 Yrs.	<input type="checkbox"/> 5'9"-6'0"	<input checked="" type="checkbox"/> 161-200 Lbs.
	<input type="checkbox"/> Red Skin	<input type="checkbox"/> Red Hair	<input type="checkbox"/> Glasses	<input type="checkbox"/> Over 65 Yrs.	<input type="checkbox"/> Over 6'	<input type="checkbox"/> Over 200 Lbs.

Other identifying features:

At the time of said service, deponent paid (tendered) in advance \$ 55.00

the authorized traveling expenses and one day's witness fee.

worn to before me on 2/6/04

Linda A. Smith

LINDA A. SMITH  
NOTARY PUBLIC MACOMB CO., MI  
MY COMMISSION EXPIRES JUL 18 2006

*Linda A. Smith*  
PRINT NAME BENEATH SIGNATURE

License No. ....

FILED  
U.S. DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

8

EXHIBIT OMITTED PURSUANT TO STIPULATION OF  
CONFIDENTIALITY AND PROTECTIVE ORDER